

**Amendment to the Agreement
Between
US LEC of Florida Inc., US LEC Communications Inc.,
US LEC of Alabama Inc., US LEC of Georgia Inc.,
US LEC of North Carolina Inc., US LEC of South Carolina Inc.
and US LEC of Tennessee Inc.
and
BellSouth Telecommunications, Inc.
Dated July 30, 2006**

Pursuant to this Amendment, (the "Amendment"), US LEC of Florida Inc., US LEC Communications Inc., US LEC of Alabama Inc., US LEC of Georgia Inc., US LEC of North Carolina Inc., US LEC of South Carolina Inc. and US LEC of Tennessee Inc. (US LEC), and BellSouth Telecommunications, Inc. (BellSouth), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated July 30, 2006 (Agreement) to be effective the date of the last signature executing the Amendment (Effective Date).

WHEREAS, BellSouth and US LEC entered into the Agreement on July 30, 2006, and;

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The Parties agree to delete and replace Section 8.1.4 of Attachment 3 as follows:
 - 8.1.4 Each Party shall pay compensation to the other Party for per minute of use rate elements as set forth in Exhibit A associated with the Call Transport and Termination of Local Traffic or ISP-Bound Traffic. US LEC is entitled to reciprocal compensation for end office switching and tandem switching if it has proved to BellSouth's satisfaction that its switch serves the same geographical area(s) comparable to the area(s) served by BellSouth's tandem switch.
2. All of the other provisions of the Agreement, dated July 30, 2006, shall remain in full force and effect.
3. Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties have executed this Amendment the day and year written below.

BellSouth Telecommunications, Inc.

US LEC of Florida Inc., US LEC Communications Inc., US LEC of Alabama Inc., US LEC of Georgia Inc., US LEC of North Carolina Inc., US LEC of South Carolina Inc. and US LEC of Tennessee Inc.

By: Kristen E. Shore

By: Frank Hoffmann

Name: Kristen E. Shore

Name: FRANK HOFFMANN

Title: Director

Title: DIRECTOR Reg./Inv. AFFAIRS

Date: 10/13/06

Date: 10/11/2006